

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:)	
)	Chapter 11
)	
JOANN INC., <i>et al.</i> , ¹)	Case No. 25-10068 (CTG)
)	
Debtors.)	(Jointly Administered)
)	
)	

NOTICE OF POTENTIAL SALE HEARING

PLEASE TAKE NOTICE that on January 15, 2025, the above-captioned debtors and debtors in possession (the “Debtors”) filed the *Motion of Debtors for Entry of an Order (I) Approving Bidding Procedures, (II) Scheduling Certain Dates and Deadlines with Respect thereto, (III) Approving the Form and Manner of Notice thereof, (IV) Approving the Stalking Horse Agreement, (V) Establishing Notice and Procedures for the Assumption and Assignment of Contracts and Leases, (VI) Authorizing the Assumption and Assignment of Assumed Contracts and Leases, (VII) Approving the Sale of Assets, and (VIII) Granting Related Relief* [Docket No. 17] (the “Bidding Procedures Motion”).²

PLEASE TAKE FURTHER NOTICE that a hearing to consider the Bidding Procedures Motion (the “Bidding Procedures Hearing”) is currently scheduled to be held before the Honorable Craig T. Goldblatt at the United States Bankruptcy Court for the District of Delaware (the “Court”), 824 North Market Street, 3rd Floor, Courtroom No. 7, Wilmington, Delaware 19801, on **February 11, 2025 at 2:00 p.m. (prevailing Eastern Time)**.

PLEASE TAKE FURTHER NOTICE that, at the Bidding Procedures Hearing, the Debtors will ask the Court to enter the *Order (I) Approving Bidding Procedures, (II) Scheduling Certain Dates and Deadlines with Respect thereto, (III) Approving the Form and Manner of Notice thereof, (IV) Approving the Stalking Horse Agreement, (V) Establishing Notice and Procedures for the Assumption and Assignment of Contracts and Leases, (VI) Authorizing the Assumption and Assignment of Assumed Contracts and Leases, (VII) Approving the Sale of Assets, and (VIII) Granting Related Relief* in substantially the form attached as Exhibit A to the Bidding Procedures Motion (the “Proposed Bidding Procedures Order”).

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: JOANN Inc. (5540); Needle Holdings LLC (3814); Jo-Ann Stores, LLC (0629); Creative Tech Solutions LLC (6734); Creativebug, LLC (3208); WeaveUp, Inc. (5633); JAS Aviation, LLC (9570); joann.com, LLC (1594); JOANN Ditto Holdings Inc. (9652); Dittopatterns LLC (0452); JOANN Holdings 1, LLC (9030); JOANN Holdings 2, LLC (6408); and Jo-Ann Stores Support Center, Inc. (5027). The Debtors’ mailing address is 5555 Darrow Road, Hudson, Ohio 44236.

² Capitalized terms not otherwise defined herein shall have the same meanings ascribed to them in the Bidding Procedures Motion or the Proposed Bidding Procedures Order, as applicable.

PLEASE TAKE FURTHER NOTICE that, for the avoidance of doubt as of the date of this notice, the Court has not entered the Proposed Bidding Procedures Order or approved any relief contemplated therein.

PLEASE TAKE FURTHER NOTICE that, subject to entry of the Proposed Bidding Procedures Order and the terms contained therein, only if the Debtors cancel the Auction and file a Notice of Winning Bidder identifying the Stalking Horse Bidder as the Winning Bidder, a Sale Hearing to consider approval of the sale of the Assets to the Stalking Horse Bidder may be held as soon as **February 14, 2025**.

PLEASE TAKE FURTHER NOTICE that, subject to entry of the Proposed Bidding Procedures Order and any terms thereof, any objections to the proposed Sale Transaction contemplated by the Stalking Horse Agreement are contemplated to be due on or before **February 13, 2025** and must be filed with the Court and served on the below proposed counsel for the Debtors.

PLEASE TAKE FURTHER NOTICE that the Proposed Bidding Procedures Order, as currently contemplated, sets forth other key dates and deadlines as follows. For the avoidance of doubt, the Debtors reserve the right to adjourn (or further adjourn) any key dates and deadlines in accordance with the terms of the Proposed Bidding Procedures Order.

<u>Date and Time</u> (all times in Eastern Daylight Time)	<u>Event or Deadline</u>
February 12, 2025, at 5:00 p.m.	Bid Deadline
February 13, 2025	Notice of Winning Bidder and Cancellation of Auction (if no Auction)
February 13, 2025	Sale Objection Deadline to the Stalking Horse Bid
February 14, 2025, at 10:00 a.m.	Auction (if any)
February 14, 2025, at 10:00 a.m. (subject to Court availability)	Sale Hearing (if no Auction)
February 15, 2025 (or as soon as reasonably practicable thereafter)	Notice of Winning Bidder(s) (if there is an Auction)
February 18, 2025, at 5:00 p.m.	Sale Objection Deadline for Winning Bid(s) (if there is an Auction)
February 21, 2025, at 10:00 a.m. (subject to Court availability)	Sale Hearing (if there is an Auction)

PLEASE TAKE FURTHER NOTICE that copies of all documents filed in these chapter 11 cases are available free of charge by visiting <https://cases.ra.kroll.com/Joann2025>. You may also obtain copies of any pleadings by visiting the Court's website at <https://ecf.deb.uscourts.gov> in accordance with the procedures and fees set forth therein.

Dated: January 24, 2025
Wilmington, Delaware

/s/ Patrick J. Reilley

COLE SCHOTZ P.C.

Patrick J. Reilley (No. 4451)
Stacy L. Newman (No. 5044)
Michael E. Fitzpatrick (No. 6797)
Jack M. Dougherty (No. 6784)
500 Delaware Avenue, Suite 1410
Wilmington, Delaware 19801
Telephone: (302) 652-3131
Facsimile: (302) 652-3117
Email: preilley@coleschotz.com
snewman@coleschotz.com
mfitzpatrick@coleschotz.com
jdougherty@coleschotz.com

KIRKLAND & ELLIS LLP

KIRKLAND & ELLIS INTERNATIONAL LLP

Joshua A. Sussberg, P.C. (admitted *pro hac vice*)
Aparna Yenamandra, P.C. (admitted *pro hac vice*)
601 Lexington Avenue
New York, New York 10022
Telephone: (212) 446-4800
Facsimile: (212) 446-4900
Email: joshua.sussberg@kirkland.com
Email: aparna.yenamandra@kirkland.com

- and -

Anup Sathy, P.C. (admitted *pro hac vice*)
Jeffrey Michalik (admitted *pro hac vice*)
Lindsey Blumenthal (admitted *pro hac vice*)
333 West Wolf Point Plaza
Chicago, Illinois 60654
Telephone: (312) 862-2000
Facsimile: (312) 862-2200
Email: anup.sathy@kirkland.com
jeff.michalik@kirkland.com
lindsey.blumenthal@kirkland.com